

**UNITED STATES DISTRICT COURT
THE SOUTHERN DISTRICT OF NEW YORK**

PIRELLI ARMSTRONG TIRE
CORPORATION RETIREE MEDICAL
BENEFIT TRUST, Derivatively On Behalf
of Macy's Inc.,

Plaintiffs,

vs.

TERRY J. LUNDGREN, KAREN M.
HOGUET, SARA LEVINSON, CRAIG E.
WEATHERUP, JOSEPH NEUBAUER,
JOSEPH A. PICHLER, JOYCE M. ROCHE,
MEYER FELDBERG, MARNA C.
WHITTINGTON, KARL M. VON DER
HEYDEN AND WILLIAM P. STIRITZ,

Defendants,

-and-

MACY'S, INC, a Delaware Corporation,
Nominal Defendant.

Case No. 1:07-cv-05862-RJH

ECF Case

**NOTICE OF MOTION TO ADMIT
GEOFFREY J. RITTS PRO HAC VICE**

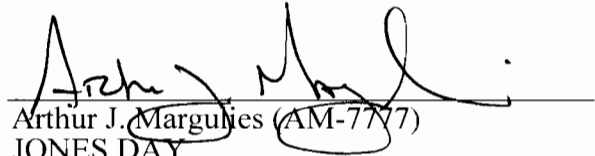
PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Arthur J. Margulies, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of:

Applicant's Name: Geoffrey J. Ritts
Firm Name: Jones Day
Address: North Point
901 Lakeside Avenue
Cleveland, OH 44114
Phone Number: (216) 586-7065
Fax Number: (216) 579-0212
Email: gjritts@jonesday.com

Geoffrey J. Ritts is a member in good standing of the bar of the State of Ohio. There are no pending disciplinary proceedings against Mr. Ritts in any State or Federal Court.

Dated: July 30, 2007
New York, New York

Respectfully submitted

A handwritten signature in black ink, appearing to read "Arthur J. Margulies", is written over a horizontal line.

Arthur J. Margulies (AM-7777)
JONES DAY
222 East 41st Street
New York, NY 10017-6702
Telephone: (212) 326-3939
Facsimile: (212) 755-7306
Email: ajmargulies@jonesday.com

*Attorney for Defendants Terry J. Lundgren,
Karen M. Hoguet, Sara Levinson, Craig E.
Weatherup, Joseph Neubauer, Joseph A.
Pichler, Joyce M. Roche, Meyer Feldberg,
Marna C. Whittington, Karl M. Von Der
Heyden and William P. Stiritz*

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) Case No. 1:07-cv-05862-RJH

) ECF Case

) **AFFIDAVIT OF ARTHUR J.**
) **MARGULIES IN SUPPORT OF**
) **MOTION TO ADMIT GEOFFREY J.**
) **RITTS PRO HAC VICE**

State of New York)

) ss:

County of New York)

Arthur J. Margulies, being duly sworn, hereby deposes and says as follows:

I. I am an associate with Jones Day, counsel for defendants Terry J. Lundgren, Karen M. Hoguet, Sara Levinson, Craig E. Weatherup, Joseph Neubauer, Joseph A. Pichler, Joyce M. Roche, Meyer Feldberg, Marla C. Whittington, Karl M. Von Der Heyden and William P. Stiritz ("Defendants") in the above-captioned case. I am familiar with this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Defendant's motion to admit Geoffrey J. Ritts as counsel pro hac vice to represent Defendants in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice law on April 19, 2004. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. Geoffrey J. Ritts is a partner with Jones Day. His business address is North Point, 901 Lakeside Avenue, Cleveland, Ohio 44114.

4. A Certificate of Good Standing issued to Mr. Ritts by the Supreme Court of Ohio is annexed hereto as Exhibit A.

5. I have found Mr. Ritts to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

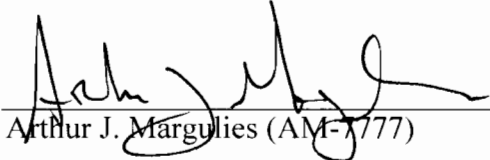
6. Accordingly, I am pleased to move the admission of Geoffrey J. Ritts, pro hac vice.

7. I respectfully submit a proposed order granting the admission of Geoffrey J. Ritts, pro hac vice, which is attached hereto as Exhibit B.

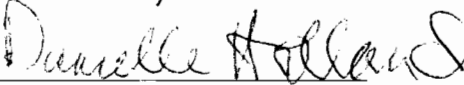
WHEREFORE, it is respectfully requested that the motion to admit Geoffrey J. Ritts, pro hac vice, to represent Defendants in the above-captioned matter, be granted.

Dated: July 30, 2007
New York, New York

Respectfully submitted


Arthur J. Margulies (AM-777)

Sworn to before me this 30th
day of July, 2007


Notary Public

My Commission Expires

DANIELLE HOLLANDO
NOTARY PUBLIC, State of New York
No. 01HC944337
Qualified in New York County
Commission Expires November 21, 2010

EXHIBIT A

The Supreme Court of Ohio

C E R T I F I C A T E

I, RICHARD A. DOVE, Director of the Attorney Services Division of the Supreme Court of Ohio, do hereby certify that I am the custodian of the records of the Office of Attorney Registration & CLE of the Supreme Court and that the Attorney Services Division is responsible for reviewing Court records to determine the status of Ohio attorneys. I further certify that, having fulfilled all of the requirements for admission to the practice of law in Ohio,

Geoffrey John Ritts

was admitted to the practice of law in Ohio on December 02, 1993; has registered as an active attorney pursuant to the Supreme Court Rules for the Government of the Bar of Ohio; is in good standing with the Supreme Court of Ohio; and is entitled to practice law in this state.

IN TESTIMONY WHEREOF, I have subscribed my name and affixed the seal of the Supreme Court, this 25th day of July, 2007.

RICHARD A. DOVE
Director, Attorney Services Division


Geoffrey John Ritts
Attorney Registration Assistant

EXHIBIT B

**UNITED STATES DISTRICT COURT
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ECF Case

**ORDER TO ADMIT GEOFFREY J.
RITTS PRO HAC VICE**

Upon the motion of Arthur J. Margulies, attorney for defendants Terry J. Lundgren, Karen M. Hoguet, Sara Levinson, Craig E. Weatherup, Joseph Neubauer, Joseph A. Pichler, Joyce M. Roche, Meyer Feldberg, Marna C. Whittington, Karl M. Von Der Heyden and William P. Stiritz ("Defendants"), and said sponsor attorney's affidavit in support, **IT IS HEREBY ORDERED:**

Applicant's Name:	Geoffrey J. Ritts
Firm Name:	Jones Day
Address:	North Point 901 Lakeside Avenue Cleveland, OH 44114
Phone Number:	(216) 586-7065
Fax Number:	(216) 579-0212
Email:	gjritts@jonesday.com

is admitted to practice pro hac vice as counsel for Defendants in the above-captioned case in the United States District Court for the Southern District of New York. All attorneys appearing

before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of the Court.

Dated: _____, 2007

United States District Judge

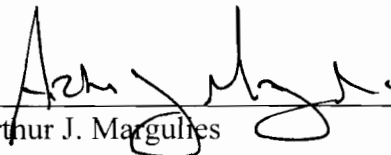
CERTIFICATE OF SERVICE

The foregoing documents were served on the following counsel of record on July 31,
2007 via U.S. Mail:

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Arthur J. Margulies